To: remy@well.com
From: David Bolling <david@wholeearthmag.com>
Subject: Phase I Board Minutes
Cc: hadleyd@email.arizona.edu, sunita@chinookrestaurant.com, EnTeleKey@aol.com, pernick@cleanedge.com, stephanie@wholeearth.com
Bcc:
X-Attachments: Minutes of 6-25-02 meeting

Dear Board:

Pasted below and copied are minutes from our 6/25/02 conference call. We will resume the call on 7/2/02 at 10:00 a.m. to complete business. Remaining on the agenda is formal approval of 2002 budget, review of upcoming content, review of idealized budget, review of "Buddy List" strategy and expectations for board member fund raising, review of advisory board Plan, discussion of potential candidates for Advisor Board and BOD, and 15 minute executive session. Your original agenda should contain these items. If you have any other business to include on agenda let me know by Monday and I will make necessary revisions.

David

Point Foundation

Minutes of the Board of Trustees
Whole Earth Teleconference Board Meeting June 25, 2002 at 10:00 a.m.

Present: Danica Remy, Diana Hadley, Sunita Dutt, Bob Hillman, David Bolling, Stephanie Guyer-Stevens

Called to order by Danica Remy at 10:08 a.m. via telephone conference call.

Review and Approval of 2001 P&L.

Danica asked for a review of staff medical benefits, expressing the desire to see Whole Earth provide employees with a choice of coverage, allowing access to either the Kaiser group plan or to receive a comparable contribution to a personal plan of their choice. She also asked for clarification on benefits of and participation in the dental plan.

ACTION: David will prepare a policy draft on health care benefits for board review.

Falkirk rent and renovation: Danica asked about status of Falkirk remodel plans and probability of any future rent increases.

ACTION: David subsequently raised these issues with Falkirk management who reported that no rent increases are in sight and that Falkirk renovation remains contingent on Marin Community Foundation's purchase of the adjoining lot for a headquarters building. MCF's recent move to Hamilton Field throws any move to the Falkirk site into the long-term future. Conclusion: Pretty much status quo.

Whole Earth Web Site: Danica and Bob raised questions about the status of the web site and the reasons for the long delay in updating content. David explained the issues with intellectual property rights and the lawsuit against the Gale Group/Thomson Learning, to which Whole Earth is indirectly a party. Our relationship with Gale exists by virtue of a contract signed in 1993 providing access to our content for electronic reproduction. Gale provides information services to educational institutions, libraries and business.

Danica recommended preparing a letter for contributors announcing Whole Earth policy to put magazine content on website carte blanche with the understanding that contributors could demand immediate removal if they object to the use.

Bob suggested contacting Larry Lessig (Creative Commons) for thumbnail legal advice. Danica said she will seek legal opinion from intellectual property rights attorney Eric D.

ACTION: Danica to contact Eric D., David to contact Larry Lessig. Opinions to be reported back to board. David will meanwhile draft contributor letter per Danica's recommendation for board/legal review.

Danica asked that $10,000 pass through donation from Organic to Romanian charity be listed in tax return and clarified in P&L

ACTION: David will clarify pass through donation and amend tax returns per Danica's requested revisions via accountant before filing.

MOTION: To approve 2001 P&L. Moved by Danica, Second by Diana. All approved.

Review of 2002 Budget.

Danica and Diana asked about inconsistencies in advertising revenue projections. David said he would clarify and revise. Danica, Diana and Bob all felt there should be budgeted expense for legal and marketing expenses.

ACTION: David will resolve inconsistencies and add and legal/marketing expenses to budget.

Web Site development expense raised the issue of how best to invest in and utilize web site. It was agreed that David and Danica would explore the issue further in a subsequent conversation.

ACTION: David and Danica to schedule separate conversation on subject.

Bob suggested reviewing the website turingstudio.com. He said the owners are good friends, based in bay area at Sol Zaentz Center. – David looked at site – they have done pro bono

ACTION: David will review website and follow up.

Diana suggested creating a competition at the Stanford Computer Design Center (?). Her son-in-law is associated with this resource.

ACTION: Diana will contact son-in-law and explore possibilities.

Danica said website priority should be to put together online promotion campaign that produces revenue. That should be higher priority than website redesign.

Bob said website should be high on list of topics for Tim O'Reilly conversation. Perhaps explore using one of his staff people as free resource.

Review of circulation figures prompted Bob to ask about Fulco failure rate. Other board members seconded complaints about Fulco failures. David explained advice he had received that leaving Fulco only made sense after a circulation manager was hired to manage such problems. David will explore Fulco failure rate. David explained that the idealized budget now under development will include a circulation manager (as well as editor and production manager).

ACTION: David will seek more clarification from FULCO on failure rate.

David reviewed current cash picture and will provide details via email. As of 6/28/02, after covering payroll, available cash in hand was $2,436. Urgent payables within 10 days equal about $6600. Rent and key utilities are paid. Rockefeller $10,000 is earmarked for Bob Hillman loan repayment. Cash picture changes daily and latest update will be provided next week.

Development Discussion: David described development big picture objectives as 1) raise immediate $150,000 to cover full year's deficit, 2) raise the $500,000+ expenses for implementing circulation growth and infrastructure investment, and 3) develop $3 million endowment.

Diana asked that bequest ad be placed in each issue.

ACTION: Stephanie will share Pete Lavigne's bequest model with Board.

Stephanie described details of development activities and expressed need for both a mission statement and statements of support, including the constantly elusive Steve Jobs quote which Danica said she would (once again) track down. Danica also said she went through exercise with Alex compiling support statements and suggested running that effort down. Diana suggested going through back issues for letters of support. That process is already underway.

Danica requested a list of relationships/contacts Stephanie has been working so that she can review for possible assistance/support.

ACTION: Stephanie will provide Diana with said list.

Stephanie announced there will be no Threshhold fund raiser in San Rafael on July 31 because Kimo Campbell has decided to join with Jonathan Frieman for a joint event, using both their lists. Event will be held in October.

Stephanie raised question of what board wanted to focus on for Falkirk pre-Bioneers party on October 17. Diana suggested we draw in some Bioneers participants and bring in more Marin County people, along the line of the series of events she and Sunita have talked of doing involving Whole Earth writers. Sunita strongly supported that model and said she would provide support.

David suggested trying to get Amory Lovins to come to Falkirk event. Diana said that would only work if Peter W. invited him and asked to see Bioneers program.

ACTION: Stephanie will forward the Bioneers program to Diana and Diana will talk to Peter about inviting Amory.

Stephanie described plans for the New York City event July 17 and said she would send the invitation list to Diana for review.

Other potential Whole Earth hosted parties: Betsy Weedon is enthusiastic to do future event, possibly during holiday season. Curt Grubow has said he wants to host a microsoft party in Seattle in Spring 2003. He is donating four laptops and a PC desktop for accounting software.

ACTION: Diana asked Stephanie to send her list of Santa Fe donors. Diana added that Sophia Bowert is a personal friend and Threshhold member and should be included in the Jonathan/Kimo invitation list.

Stephanie described contact and warm response from John Santos at Ford Foundation and hopes for a Ford meeting in July. Diana said Peter should meet with John Santos if possible.

Stephanie expressed need for ideal budget to submit with Ford proposal. David said budget is necessary part of any grant proposal to Ford and will be developed.

Diana suggested researching one of the Mott foundations for grants related to agriculture.

Because Bob had to excuse himself earlier, and because Diana had to leave the call at this point, there was no longer a quorum available. Board did not approve 2002 Budget. Danica asked that the balance of the meeting be rescheduled for 7/2/02 T 10:00 A.M. Danica also suggested WE Meridian system could support multi-party conference call. David investigated system and discovered it is limited to 2 outside parties.

The conference call will be resumed on July 2, 2002 at 10:00 a.m. To access call, dial 800 820-4690, then inpur participant code 712 2335 and #.

The call was adjourned at approximately 11:00 a.m.